



CORPORATION SERVICE COMPANY

RECORDATION NO. 26725 FILED

DEC 21 '06

11-53 AM

SURFACE TRANSPORTATION BOARD



CSC - SPRINGFIELD
801 Adlai Stevenson Drive
Springfield IL 62703

800-927-9801 Ext 3813
217-492-2727

To: SURFACE TRANSPORTATION BOARD **ATTENTION BARB SADLER**

From: April Oshea

Date: December 19, 2006

Order#: 673340/005

Re: CITX500406-CITX500505 SOUTH CAROLINA ELECTRIC & GAS

° Please process the enclosed documents for the service indicated below.

XX Primary STB Filing

RECEIPT SHOULD BE IN OUR OFFICE: 12/29/2006
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed in the amount of \$34.00. DO NOT WRITE CHECK FOR MORE THAN THIS AMOUNT. IF ADDITIONAL MONEY IS NEEDED, PLEASE CONTACT US IMMEDIATELY.

Payable to: Surface Transportation Board

Mailing Instructions:

XX Return the filing acknowledgement to our office.
Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions:

Lessor:
The CIT Group/Equipment Financing, Inc.
1211 Avenue of the Americas, 20th Floor
New York, NY 10036

Lessee:



CORPORATION SERVICE COMPANY

South Carolina Electric & Gas Company
1426 Main Street
Columbia, SC 29201

Please call immediately if there are any problems or questions with this paperwork. Thank you for your assistance in this matter.

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 10 day of Oct., 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and SOUTH CAROLINA ELECTRIC & GAS COMPANY, a South Carolina corporation, with an address at 1426 Main Street, Columbia, SC 29201 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Car Full Service Lease Agreement (the "Lease") dated as of October 19, 1998 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Catherine Staglich
Name: Catherine Staglich
Title: Vice President

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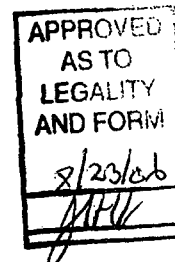
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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee.

SOUTH CAROLINA ELECTRIC & GAS COMPANY

By: Sarene D Burch
Name: Sarene D Burch
Title: Sr VP Fuel



Schedule A

Number of Cars			Equipment Description		
100			4,520 C.F. aluminum coal gondola		
1	CITX	500406	53	CITX	500458
2	CITX	500407	54	CITX	500459
3	CITX	500408	55	CITX	500460
4	CITX	500409	56	CITX	500461
5	CITX	500410	57	CITX	500462
6	CITX	500411	58	CITX	500463
7	CITX	500412	59	CITX	500464
8	CITX	500413	60	CITX	500465
9	CITX	500414	61	CITX	500466
10	CITX	500415	62	CITX	500467
11	CITX	500416	63	CITX	500468
12	CITX	500417	64	CITX	500469
13	CITX	500418	65	CITX	500470
14	CITX	500419	66	CITX	500471
15	CITX	500420	67	CITX	500472
16	CITX	500421	68	CITX	500473
17	CITX	500422	69	CITX	500474
18	CITX	500423	70	CITX	500475
19	CITX	500424	71	CITX	500476
20	CITX	500425	72	CITX	500477
21	CITX	500426	73	CITX	500478
22	CITX	500427	74	CITX	500479
23	CITX	500428	75	CITX	500480
24	CITX	500429	76	CITX	500481
25	CITX	500430	77	CITX	500482
26	CITX	500431	78	CITX	500483
27	CITX	500432	79	CITX	500484
28	CITX	500433	80	CITX	500485
29	CITX	500434	81	CITX	500486
30	CITX	500435	82	CITX	500487
31	CITX	500436	83	CITX	500488
32	CITX	500437	84	CITX	500489
33	CITX	500438	85	CITX	500490
34	CITX	500439	86	CITX	500491
35	CITX	500440	87	CITX	500492
36	CITX	500441	88	CITX	500493
37	CITX	500442	89	CITX	500494
38	CITX	500443	90	CITX	500495
39	CITX	500444	91	CITX	500496
40	CITX	500445	92	CITX	500497
41	CITX	500446	93	CITX	500498
42	CITX	500447	94	CITX	500499
43	CITX	500448	95	CITX	500500
44	CITX	500449	96	CITX	500501
45	CITX	500450	97	CITX	500502
46	CITX	500451	98	CITX	500503
47	CITX	500452	99	CITX	500504
48	CITX	500453	100	CITX	500505
49	CITX	500454			
50	CITX	500455			
51	CITX	500456			
52	CITX	500457			